

Exhibit – Description of Transaction

By this application, Airadigm Communications, Inc. (“Airadigm”) hereby requests Commission consent to a transfer of control of the fifteen (15) PCS licenses held by Airadigm that are described in the Form 603 to which this exhibit is attached (the “Licenses”) from Airadigm Communications, Inc., Debtor-in-Possession (“Airadigm DIP”) to Airadigm.

On May 8, 2006, Airadigm filed for bankruptcy protection under Chapter 11 of the United States Bankruptcy Code in the United States Bankruptcy Court for the Western District of Wisconsin (the “Bankruptcy Court”).

On June 8, 2006 and out of an abundance of caution, Airadigm filed a transfer of control application requesting Commission consent to the transfer of control of the subject licenses from Airadigm to Airadigm DIP (ULS File No. 0002643891).¹

At this time, Airadigm is no longer in Chapter 11 Bankruptcy and will continue operating in the ordinary course without interruption and without impact on network service, customers, employees, and suppliers. Commission consent to the transfer of control of the Licenses from Airadigm DIP to Airadigm will serve the public interest because it will enable Airadigm to continue to offer high quality wireless services to its customers and to function as an effective competitor in the telecommunications marketplace.

¹ This application remains pending before the FCC.